

**IN THE UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF PUERTO RICO**

In re: THE FINANCIAL OVERSIGHT AND MANAGEMENT BOARD FOR PUERTO RICO, as representative of THE COMMONWEALTH OF PUERTO RICO, <i>et al.</i> , Debtors. ¹	PROMESA Title III No. 17 BK 3283-LTS (Jointly Administered)
In re: THE FINANCIAL OVERSIGHT AND MANAGEMENT BOARD FOR PUERTO RICO, as representative of PUERTO RICO HIGHWAYS AND TRANSPORTATION AUTHORITY, Debtors.	PROMESA Title III No. 17 BK 3567-LTS (THIS FILING RELATES ONLY TO THIS CASE}

**AMERINATIONAL COMMUNITY SERVICES, LLC’S MOTION IN SUPPORT OF
CONFIRMATION OF THE HTA PLAN OF ADJUSTMENT**

To the Honorable United States District Court Judge Laura Taylor Swain:

COMES NOW AmeriNational Community Services, LLC (hereafter “AmeriNat”), as servicer for the GDB Debt Recovery Authority (the “DRA”) authorized to pursue and enforce the

¹ The Debtors in these Title III Cases, along with each Debtor’s respective Title III case number and the last four (4) digits of each Debtor’s federal tax identification number, as applicable, are the (i) Commonwealth of Puerto Rico (Bankruptcy Case No. 17 BK 3283-LTS) (Last Four Digits of Federal Tax ID: 3481); (ii) Puerto Rico Sales Tax Financing Corporation (“COFINA”) (Bankruptcy Case No. 17 BK 3284-LTS) (Last Four Digits of Federal Tax ID: 8474); (iii) Puerto Rico Highways and Transportation Authority (“HTA”) (Bankruptcy Case No. 17 BK 3567-LTS) (Last Four Digits of Federal Tax ID: 3808); (iv) Employees Retirement System of the Government of the Commonwealth of Puerto Rico (“ERS”) (Bankruptcy Case No. 17 BK 3566-LTS) (Last Four Digits of Federal Tax ID: 9686); (v) Puerto Rico Electric Power Authority (“PREPA”) (Bankruptcy Case No. 17 BK 4780-LTS) (Last Four Digits of Federal Tax ID: 3747); and (vi) Puerto Rico Public Buildings Authority (“PBA”) (Bankruptcy Case No. 19-BK-5523-LTS) (Last Four Digits of Federal Tax ID: 3801).

DRA's rights and remedies in any legal proceeding, including the DRA's participation as a creditor in the instant Title III case, and respectfully submits this motion (the "Motion") in support of confirmation of the *Fifth Amended Title III Plan of Adjustment of the Puerto Rico Highways and Transportation Authority* (the "HTA Plan") (Dkt. No. 21835 of Case No. 17-03283 (LTS)).

1. The DRA is likely the single largest creditor of the Puerto Rico Highways and Transportation Authority ("HTA"). As of HTA's petition date, the DRA held: (i) an aggregate outstanding principal balance in excess of \$1.7 billion in loans to HTA, plus no less than \$420 million in accrued interest, fees and expenses; and (ii) \$200,000,000 in aggregate original principal amount of Puerto Rico Highway and Transportation Authority, Transportation Revenue Bonds (Series A) issued under Resolution No. 98-06, plus no less than \$1.8 million in accrued interest, fees, and expenses related to these bonds. *See* Proof of Claim No. 151149 filed on June 29, 2018.

2. On November 5, 2021, AmeriNat, Cantor-Katz Collateral Monitor LLC, which serves as the collateral monitor for Wilmington Trust, N.A. in connection with bonds issued by the DRA (the "Collateral Monitor" and, together with AmeriNat, collectively, the "DRA Parties"), and the Financial Oversight and Management Board for Puerto Rico (the "Oversight Board", and jointly with the DRA Parties, the "Parties") as sole representative of the Commonwealth of Puerto Rico (the "Commonwealth"), the Puerto Rico Public Buildings Authority ("PBA"), the Employees Retirement System of the Government of the Commonwealth of Puerto Rico ("ERS"), and the Puerto Rico Highways and Transportation Authority ("HTA") pursuant to section 315(b) of PROMESA, executed the *Stipulation in Connection with DRA Related Disputes* (the "Stipulation"). *See* Exhibit A of Dkt. No. 19100 of Case No. 17-03283 (LTS).

3. The Stipulation resolved the pending controversies between the Parties and set forth the treatment of DRA's claims in the Title III cases of the Commonwealth, PBA, and HTA, which

treatment was to be reflected in the corresponding plans of adjustment for each of these debtors.

Id. The Stipulation was affirmed by the Court pursuant to an Order entered on November 8, 2021.

See Dkt. No. 19124 of Case No. 17-03283 (LTS).

4. AmeriNat has reviewed the HTA Plan and has determined that the same complies with the terms and agreements reached by the Parties in the Stipulation. Accordingly, AmeriNat supports confirmation of the HTA's Plan in all respects.

5. Notwithstanding the above, AmeriNat reserves its rights as to any possible amendment or modification to the HTA Plan, the Plan Supplement, the proposed Findings of Fact and Conclusions of Law, and/or the proposed Confirmation Order which may affect DRA's rights or modifies the agreements reached in the Stipulation. Among other things, AmeriNat specifically reserves the right to address any of these potential issues (should any were to exist) at the confirmation hearing, if necessary.

WHEREFORE, AmeriNat requests that the HTA Plan be confirmed subject to the above-described reservation of rights.

RESPECTFULLY SUBMITTED.

In San Juan, Puerto Rico, this 16th day of August, 2022.

CERTIFICATE OF SERVICE: In accordance with Fed. R. Bankr. P. 9014(b), Fed. R. Bankr. P. 7004(b), and the Court's *Sixteenth Amended Notice, Case Management and Administrative Procedures Order* (Dkt. No. 20190-1) (the "CMP Order"), we hereby certify that a true and exact copy of the foregoing was sent by electronic mail upon all the parties listed in the Master Service List and by U.S. mail upon all the Standard Parties listed in the CMP Order.

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